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**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK**

IN RE

LEHMAN BROTHERS HOLDINGS INC., ET AL.,

Debtors.

CHAPTER 11 CASE NO. 08-13555 (JMP)

(Jointly Administered)

**AFFIDAVIT OF DAVID DUCLOS IN CONNECTION WITH THE MOTION PURSUANT TO SECTIONS
105(A) AND 365 OF THE BANKRUPTCY CODE AND BANKRUPTCY RULES 6006, 9014 AND 9019
FOR AUTHORIZATION TO (I) TERMINATE AND SETTLE OR (II) REJECT CERTAIN PREPETITION
DERIVATIVES CONTRACTS WITH TRUSTS FOR WHICH U.S. BANK NATIONAL ASSOCIATION
SERVES AS INDENTURE TRUSTEE AND RELATED RELIEF**

I, David Duclos, being first duly sworn on oath, and under penalties of perjury as
provided for under the Federal Rules of Civil Procedure, depose and state as follows:

1. I am presently employed by U.S. Bank National Association (“*U.S. Bank*” or the “*Trustee*”) as a Vice President in our Corporate Trust Services Group based in our Boston, Massachusetts offices located at One Federal Street, 3rd Floor, Boston, Massachusetts 02110. U.S. Bank serves as Indenture Trustee for each of the Indentures in connection with the transactions listed on the attached *Exhibit A*. In my capacity at U.S. Bank, I have responsibility for overseeing certain mortgage securitization transactions sponsored and/or originated by Lehman Brothers Holdings Inc. (“*LBHI*”), the Debtors in the above referenced chapter 11 cases, or one of its affiliates.

2. I have personal knowledge of the facts stated in this Affidavit, and am competent to testify to these facts if called to do so.

3. In early 2010, representatives of Lehman Brothers Special Finance Inc. (“*LBSF*”) and LBHI approached U.S. Bank about resolving certain claims filed by the Trustee in connection with the swap agreements that are the subject of the Motion (as defined below). LBSF and LBHI sought the identity of holders in an effort to discuss a resolution directly with them. In an effort to elicit involvement in the negotiations from holders of the affected securities, U.S. Bank sent a Notice to holders dated May 21, 2010 (the “*Initial Notice*”), seeking the identity of holders. A true and correct copy of this Notice is attached hereto as *Exhibit B*.

4. The Trustee did not receive any response from holders in connection with this solicitation. Thereafter, the Trustee engaged in direct negotiations with the Debtors in an effort to resolve the negative amortization swap transactions.

5. The Trustee retained an independent third party to evaluate the swap transactions, and reach an agreement with the Debtors with respect to the amounts of the respective claims for the relevant swap transactions. The Debtors and the Trustee reached an agreement with respect to the resolution of these claims which are reflected in that certain Motion Pursuant to Section 105(a) and 365 of the Bankruptcy Code and Bankruptcy Rules 6006, 9014 and 9019 for Authorization to (I) Terminate and Settle or (II) Reject Certain Contracts With Trusts for which U.S. Bank National Association Serves as Indenture Trustee and Related Relief, , dated June 28, 2011 (the "*Motion*").

6. Thereafter, on June 29, 2011, the Trustee provided a notice (the "*Notice*") to holders advising them of: (i) the settlement of claims asserted with respect to the swap transactions listed on *Exhibit A*, (ii) advising them of the Motion, and (iii) providing them with information as to how to object to the Motion in the event they disagree with the settlement. This Notice was transmitted in the manner set forth below. A copy of this Notice is attached as *Exhibit C*.

7. The Notes issued under the Indentures are generally held in "street name" meaning that the securities themselves are registered in the name of Cede & Company as the nominee for The Depository Trust Company ("*DTC*"). The Notices were was transmitted to DTC with instructions to forward the Notice on to its DTC Participants. Generally DTC posts these Notices on an electronic bulletin board.

8. In addition, on June 29, 2011, with assistance of others in my office, for those transactions for which we were the original Trustee, the same Notice was posted on our Trust

Investors Website (<http://www.usbank.com>), which provides holders with access to information relating to the Indentures and the Trusts established thereby.

9. Finally we sent a copy of the Notice to all holders who are registered holders or who have identified themselves to us by using the address that such holders have provided to us.

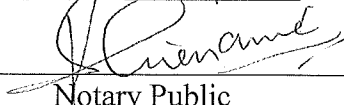
10. We have not received any formal or informal objection to the Motion.

FURTHER AFFIANT SAYETH NOT.



David Duclos

Subscribe and Sworn to before me
this 5th day of July 2011.

By 

Notary Public

My Commission Expires: July 11, 2014

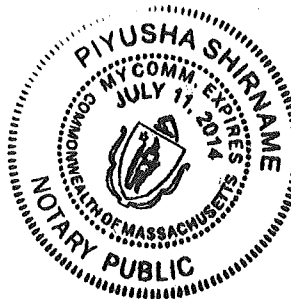


Exhibit A

Exhibit A

1. Greenpoint Mortgage Funding Trust Mortgage Pass-Through Certificates, Series 2006-AR5.
2. Greenpoint Mortgage Funding Trust Mortgage Pass-Through Certificates, Series 2006-AR6.
3. Greenpoint Mortgage Funding Trust Mortgage Pass-Through Certificates, Series 2006-AR7.
4. Greenpoint Mortgage Funding Trust Mortgage Pass-Through Certificates, Series 2006-AR8.
5. Greenpoint Mortgage Funding Trust Mortgage Pass-Through Certificates, Series 2007-AR1.
6. Greenpoint Mortgage Funding Trust Mortgage Pass-Through Certificates, Series 2007-AR2.
7. Lehman XS Trust Mortgage Pass-Through Certificates, Series 2006-16N
8. Lehman XS Trust Mortgage Pass-Through Certificates, Series 2006-18N
9. Lehman XS Trust Mortgage Pass-Through Certificates, Series 2007-2N
10. Lehman XS Trust Mortgage Pass-Through Certificates, Series 2007-10H
11. Lehman XS Trust Mortgage Pass-Through Certificates, Series 2007-12N
12. Lehman XS Trust Mortgage Pass-Through Certificates, Series 2007-15N
13. Lehman XS Trust Mortgage Pass-Through Certificates, Series 2007-4N
14. Structured Asset Securities Corp. Mortgage Pass-Through Certificates, Series 2006-RF1

Exhibit B

Exhibit C